

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**FOURTH MONTHLY FEE STATEMENT OF FTI CONSULTING, INC. FOR  
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF  
EXPENSES INCURRED AS FINANCIAL ADVISOR TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM  
FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019**

Name of Applicant:

FTI Consulting, Inc.

Authorized to provide Professional Services  
to:

Official Committee of Unsecured Creditors

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Date of Retention:	December 19, 2018, <i>nunc pro tunc</i> to October 25, 2018
Period for which compensation and reimbursement is sought:	February 1, 2019 through February 28, 2019
Monthly Fees Incurred:	\$453,785.00
20% Holdback:	\$90,757.00
Total Compensation Less 20% Holdback:	\$363,028.00
Monthly Expenses Incurred:	\$8,863.08
Total Fees and Expenses Due:	\$371,891.08

This is a: X monthly \_\_\_\_\_interim \_\_\_\_\_final application

This statement (the “**Fee Statement**”) of FTI Consulting, Inc. (together with its wholly owned subsidiaries and independent contractors, “**FTI**”) as financial advisor to the Official Committee of Unsecured Creditors of Sears Holdings Corporation, *et al.* (the “**Committee**”) is submitted in accordance with the *Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No.796] entered on November 16, 2018, (the “**Order**”). In support of this Fee Statement, FTI respectfully states as follows.

1. The fees and expenses for the period from February 1, 2019 through and including February 28, 2019 (the “**Fourth Fee Period**”) amount to:

Professional Fees <sup>2</sup>	\$453,785.00
Expenses	<u>8,863.08</u>
<b>TOTAL</b>	<b><u>\$462,648.08</u></b>

2. In accordance with the Order, if no timely and proper objection is made by a party-in-interest within fifteen (15) days after service of this Fee Statement, the Debtors are

---

<sup>2</sup> The total fees include \$501,381.50 in fees from the month of February less a \$17,596.50 reduction for non-working travel time and a \$30,000.00 voluntary reduction.

authorized to pay 80% of professional fees and 100% of out-of-pocket expenses. These amounts are presented below.

Professional Fees at 80%	\$363,028.00
Expenses at 100%	<u>8,863.08</u>
<b>TOTAL</b>	<b><u>\$371,891.08</u></b>

3. The professionals providing services, hourly billing rates, the aggregate hours worked by each professional, and the aggregate hourly fees for each professional during the Fourth Fee Period are set forth on the schedule annexed hereto as **Exhibit “A.”**

4. A summary of aggregate hours worked and aggregate hourly fees for each task code during the Fourth Fee Period is set forth on the schedule annexed hereto as **Exhibit “B.”**

5. Detailed time entry by task code during the Fourth Fee Period is set forth on the schedule annexed hereto as **Exhibit “C.”**

6. A summary of expenses incurred during the Fourth Fee Period is set forth on the schedule annexed hereto as **Exhibit “D.”**

7. Detailed breakdown of the expenses incurred during the Fourth Fee Period is set forth on the schedule annexed hereto as **Exhibit “E.”**

8. FTI reserves the right to request, in subsequent fee statements and applications, any fees and reimbursement of any additional expenses incurred during the Fourth Fee Period, as such fees and expenses may not have been captured to date in FTI’s billing system.

#### **NOTICE AND OBJECTION PROCEDURES**

9. Notice of this Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Rob Riecker (email: Rob.Riecker@searshc.com) and Luke

Valentino (email: Luke.Valentino@searshc.com); (ii) counsel to the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrett A. Fail (email: garrett.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Paul Schwartzberg (e-mail: paul.schwartzberg@usdoj.gov) and Richard Morrissey (e-mail: richard.morrissey@usdoj.gov); and (v) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com) and George R. Howard (email: george.howard@skadden.com) (collectively, the “Notice Parties”).

10. Objections to this Fee Statement, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than **April 6, 2019** (the “Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

11. If no objections to this Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

12. If an objection to this Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be heard by the Court.

Dated: New York, New York  
March 22, 2019

FTI CONSULTING, INC.  
Financial Advisors to the Official Committee of  
Unsecured Creditors of Sears Holdings Corporation

By: /s/ Samuel Star  
Samuel Star, Senior Managing Director  
Three Times Square, 10<sup>th</sup> Floor  
New York, New York 10036  
Telephone: (212) 841-9368  
Email: samuel.star@fticonsulting.com

**EXHIBIT A**

**SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538  
SUMMARY OF HOURS BY PROFESSIONAL  
FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019**

<b>Professional</b>	<b>Position</b>	<b>Specialty</b>	<b>Billing Rate</b>	<b>Total Hours</b>	<b>Total Fees</b>
Diaz, Matthew	Sr Managing Dir	CF - Core	1,050	69.1	72,555.00
Eisenband, Michael	Sr Managing Dir	CF - Core	1,195	2.6	3,107.00
Gotthardt, Gregory	Sr Managing Dir	Real Estate	775	29.6	22,940.00
Greenspan, Ronald F	Sr Managing Dir	Real Estate	1,195	48.8	58,316.00
Hart, Christa	Sr Managing Dir	CF - Retail	1,025	14.6	14,965.00
Joffe, Steven	Sr Managing Dir	CF - Tax	1,095	14.5	15,877.50
Nelson, Cynthia A	Sr Managing Dir	Real Estate	1,050	25.8	27,090.00
Simms, Steven	Sr Managing Dir	CF - Core	1,195	24.1	28,799.50
Star, Samuel	Sr Managing Dir	CF - Core	1,095	46.8	51,246.00
Steinberg, Darryl	Sr Managing Dir	CF - Tax	1,095	6.9	7,555.50
Berkin, Michael	Managing Dir	CF - Core	880	1.8	1,584.00
Blonder, Brian	Managing Dir	Forensics - IP	695	8.0	5,560.00
Park, Ji Yon	Managing Dir	CF - Core	880	27.3	24,024.00
Khan, Sharmeen	Senior Director	CF - Core	820	26.6	21,812.00
Peterson, Stephen	Senior Director	Real Estate	560	16.4	9,184.00
Eisler, Marshall	Director	CF - Core	790	48.9	38,631.00
Khazary, Sam	Director	Real Estate	790	49.1	38,789.00
McCaskey, Morgan	Sr Consultant	CF - Core	595	2.5	1,487.50
Kaneb, Blair	Consultant	CF - Core	400	66.0	26,400.00
Kim, Ye Darm	Consultant	CF - Core	400	4.0	1,600.00
Kirchgraber, James	Consultant	CF - Core	440	16.9	7,436.00
Maloney, Caelum	Consultant	CF - Core	440	1.0	440.00
Tirabassi, Kathryn	Consultant	CF - Core	400	53.1	21,240.00
Hellmund-Mora, Marili	Project Asst	CF - Core	275	2.7	742.50
<b>TOTAL</b>				<b>607.1</b>	<b>501,381.50</b>
Less: 50% discount for non-working travel time					(17,596.50)
Less: voluntary reduction <sup>1</sup>					(30,000.00)
<b>GRAND TOTAL</b>					<b>\$ 453,785.00</b>

<sup>1</sup>The voluntary reduction relates to time associated with transitory timekeepers, duplication, and other adjustments made in FTT's billing discretion.

**EXHIBIT B**

**SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538**  
**SUMMARY OF HOURS BY TASK**  
**FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019**

<b>Task Code</b>	<b>Task Description</b>	<b>Total Hours</b>	<b>Total Fees</b>
5	Real Estate Issues	113.5	91,032.00
7	Analysis of Business Plan	39.1	33,273.00
9	Analysis of Employee Comp Programs	19.1	18,014.50
10	Analysis of Tax Issues	22.6	24,411.50
11	Prepare for and Attend Court Hearings	122.5	108,778.50
12	Analysis of SOFAs & SOALs	14.2	6,160.00
14	Analysis of Claims/Liab Subject to Compr	1.8	1,971.00
15	Analyze Interco Claims, RP Trans, SubCon	7.8	5,615.50
16	Analysis, Negotiate and Form of POR & DS	69.2	63,625.50
17	Wind Down Monitoring	22.2	21,092.50
18	Potential Avoidance Actions & Litigation	28.5	23,962.00
19	Case Management	19.2	19,843.50
20	General Mtgs with Debtor & Debtors' Prof	3.7	3,779.00
21	General Mtgs with UCC & UCC Counsel	7.2	7,593.50
22	Meetings with Other Parties	3.7	4,371.50
23	Firm Retention	0.8	840.00
24	Preparation of Fee Application	70.5	31,825.00
25	Travel Time	41.5	35,193.00
<b>TOTAL</b>		<b>607.1</b>	<b>501,381.50</b>
Less: 50% discount for non-working travel time			(17,596.50)
Less: voluntary reduction <sup>1</sup>			(30,000.00)
<b>GRAND TOTAL</b>			<b>453,785.00</b>

<sup>1</sup>The voluntary reduction relates to time associated with transitory timekeepers, duplication, and other adjustments made in FTT's billing discretion.

## EXHIBIT C

## SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538

## DETAIL OF TIME ENTRIES

## FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Task Category	Date	Professional	Hours	Activity
5	2/1/2019	Greenspan, Ronald F	0.5	Participate on call with Akin re: M. Welch (JLL) deposition in connection with preparation of rebuttal report.
5	2/1/2019	Greenspan, Ronald F	1.9	Draft report re: rebuttal of the Debtors' real estate expert report.
5	2/1/2019	Nelson, Cynthia A	1.1	Review materials re: M. Welch (JLL) deposition in connection with various real estate issues.
5	2/1/2019	Nelson, Cynthia A	0.3	Review and respond to various emails with Akin in connection with preparation for deposition of M. Welch (JLL).
5	2/1/2019	Nelson, Cynthia A	0.5	Participate on call with Akin re: M. Welch (JLL) deposition in connection with preparation of rebuttal report.
5	2/1/2019	Khazary, Sam	1.6	Review expert witness report of M. Welch (JLL).
5	2/1/2019	Khazary, Sam	0.9	Prepare document file re: R. Greenspan (FTI) deposition preparation.
5	2/1/2019	Khazary, Sam	3.2	Prepare draft rebuttal to M. Welch's (JLL) expert witness report to be used by R. Greenspan (FTI) in testimony.
5	2/1/2019	Khazary, Sam	2.9	Continue to prepare draft rebuttal to M. Welch's (JLL) expert witness report to be used by R. Greenspan (FTI) in testimony.
5	2/1/2019	Gotthardt, Gregory	1.6	Prepare analysis re: rebuttal of M. Welch (JLL) deposition in connection with real estate issues.
5	2/1/2019	Gotthardt, Gregory	1.9	Prepare analysis re: rebuttal of M. Meghji (M-III) deposition in connection with real estate issues.
5	2/1/2019	Peterson, Stephen	0.8	Prepare draft section of R. Greenspan's (FTI) supplemental report.
5	2/1/2019	Peterson, Stephen	2.2	Conduct research re: JLL appraisal method in response to M. Welch (JLL) deposition.
5	2/1/2019	Peterson, Stephen	3.6	Prepare examples of JLL appraisal methodology for possible R. Greenspan (FTI) supplemental report.
5	2/1/2019	Kaneb, Blair	1.8	Analyze M. Welch (JLL) deposition transcript.
5	2/1/2019	Kaneb, Blair	2.9	Attend M. Welch (JLL) deposition
5	2/1/2019	Kaneb, Blair	2.6	Continue to attend M. Welch (JLL) deposition
5	2/2/2019	Greenspan, Ronald F	0.6	Review ESL's response to the Committee's objection in connection with various real estate issues.
5	2/2/2019	Greenspan, Ronald F	0.3	Review M. Meghji (M-III) declaration in connection with identifying relevant real estate issues.
5	2/2/2019	Greenspan, Ronald F	1.2	Review valuation materials in preparation for sales hearing deposition.
5	2/2/2019	Greenspan, Ronald F	0.7	Participate on call with Akin and the team re: preparation for sale hearing and testimony.
5	2/2/2019	Nelson, Cynthia A	0.7	Participate on call with Akin and the team re: preparation for sale hearing and testimony.
5	2/2/2019	Nelson, Cynthia A	1.4	Review and respond to various questions from Akin re: real estate issues in connection with preparation of cross examination at sale hearing.
5	2/2/2019	Nelson, Cynthia A	0.6	Identify approach to formulating cross examination questions for real estate witnesses at contested sale hearing.
5	2/2/2019	Nelson, Cynthia A	1.7	Review M. Meghji (M-III) declaration with respect to real estate issues in order to identify issues to address on cross examination.
5	2/2/2019	Nelson, Cynthia A	0.4	Review JLL appraisals relative to marketing periods in connection with preparation for witness cross examination.
5	2/2/2019	Khazary, Sam	3.1	Prepare reconciliation of data included in R. Greenspan's (FTI) expert witness report.
5	2/2/2019	Kaneb, Blair	1.1	Review JLL appraisals for owned assets.
5	2/2/2019	Kaneb, Blair	0.7	Participate on call with Akin and the team re: preparation for sale hearing and testimony.
5	2/2/2019	Kaneb, Blair	0.4	Prepare spreadsheet of all assets with value as requested by Akin.
5	2/3/2019	Kaneb, Blair	0.6	Review JLL appraisals for distribution centers.



## EXHIBIT C

## SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538

## DETAIL OF TIME ENTRIES

## FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Task Category	Date	Professional	Hours	Activity
5	2/3/2019	Nelson, Cynthia A	0.2	Coordinate coverage at sale hearing for real estate related testimony.
5	2/3/2019	Nelson, Cynthia A	3.0	Prepare questions for cross examination of Debtors' real estate witnesses.
5	2/4/2019	Greenspan, Ronald F	3.2	Review deposition transcripts in preparation for testimony at sale hearing.
5	2/4/2019	Nelson, Cynthia A	0.4	Review exhibits from the Debtors in connection with real estate testimony.
5	2/4/2019	Khazary, Sam	2.4	Incorporate updates to document file re: R. Greenspan (FTI) deposition preparation.
5	2/4/2019	Kaneb, Blair	2.1	Examine various real estate issues discussed in the hearing in preparation for R. Greenspan (FTI) testimony.
5	2/4/2019	Greenspan, Ronald F	2.1	Continue to review deposition transcripts in preparation for testimony at sale hearing.
5	2/4/2019	Nelson, Cynthia A	1.6	Conduct research re: real estate sales of similar retailers in connection with R. Greenspan (FTI) testimony.
5	2/5/2019	Greenspan, Ronald F	3.1	Participate in meeting with Akin re: preparation for testimony on real estate asset values and marketing process.
5	2/5/2019	Greenspan, Ronald F	2.1	Continue to participate in meeting with Akin re: preparation for testimony on real estate asset values and marketing process.
5	2/5/2019	Greenspan, Ronald F	2.3	Review various depositions and supporting documents in preparation for testimony at sales hearing.
5	2/5/2019	Greenspan, Ronald F	1.9	Continue to review various depositions and supporting documents in preparation for testimony at sales hearing.
5	2/5/2019	Nelson, Cynthia A	0.6	Draft response to various questions from Akin re: real estate issues associated with ESL's bid.
5	2/5/2019	Nelson, Cynthia A	2.4	Identify information to be included in cross examination questions for witnesses at sale hearing.
5	2/5/2019	Nelson, Cynthia A	1.4	Conduct research re: information from various comparable retail real estate dispositions.
5	2/5/2019	Khazary, Sam	2.6	Analyze various documents, exhibits, and depositions in preparation for R. Greenspan's (FTI) testimony on real estate values and marketing process.
5	2/5/2019	Khazary, Sam	2.6	Continue to analyze various documents, exhibits, and depositions in preparation for R. Greenspan's (FTI) testimony on real estate values and marketing process.
5	2/5/2019	Khazary, Sam	3.1	Participate in meeting with Akin re: preparation of R. Greenspan (FTI) for testimony on real estate asset values and marketing process.
5	2/5/2019	Khazary, Sam	2.1	Continue to participate in meeting with Akin re: preparation of R. Greenspan (FTI) for testimony on real estate asset values and marketing process.
5	2/5/2019	Gotthardt, Gregory	3.4	Review materials to be used by R. Greenspan in preparation for testimony in support of sale objection.
5	2/5/2019	Gotthardt, Gregory	1.3	Draft responses to Akin's trial preparation inquiries re: M. Welch (JLL) and M. Meghji (M-III) testimonies.
5	2/5/2019	Gotthardt, Gregory	1.9	Draft responses to Akin's trial preparation inquiries re: real property valuations.
5	2/5/2019	Peterson, Stephen	2.4	Prepare market analysis re: comparable retailer in connection with various real estate issues in preparation for sale hearing.
5	2/5/2019	Peterson, Stephen	1.7	Conduct follow-up research re: market analysis for comparable retailer in connection with various real estate issues in preparation for sale hearing.
5	2/5/2019	Peterson, Stephen	2.4	Prepare additional market analysis re: comparable retailer in connection with various real estate issues in preparation for sale hearing.
5	2/5/2019	Peterson, Stephen	2.6	Incorporate updates to market analysis re: comparable retailer in connection with various real estate issues in preparation for sale hearing.
5	2/5/2019	Kaneb, Blair	2.4	Prepare R. Greenspan (FTI) for sale hearing cross examination.
5	2/5/2019	Kaneb, Blair	0.8	Analyze collateral for proposed ESL real estate loan.
5	2/5/2019	Kaneb, Blair	0.9	Prepare real estate portion of exhibit for sale hearing.

EXHIBIT C

SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538  
DETAIL OF TIME ENTRIES  
FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Task Category	Date	Professional	Hours	Activity
5	2/6/2019	Nelson, Cynthia A	0.3	Draft response to Akin's questions re: real estate in connection with sales hearing.
5	2/11/2019	Nelson, Cynthia A	0.2	Draft responses to various emails, from Akin re: next steps in post-sale closing.
5	2/12/2019	Nelson, Cynthia A	0.2	Coordinate logistics with respect to Real Estate Research Corporation and McKenna Advisory.
5	2/19/2019	Nelson, Cynthia A	0.8	Review proposed APA with respect to sale of real property to identify issues for discussion with Debtors.
5	2/19/2019	Nelson, Cynthia A	0.3	Draft email correspondence re: specifics of proposed sale of real property assets and extent of Debtors' marketing process.
5	2/20/2019	Nelson, Cynthia A	0.3	Confer with Akin re: assets included in ESL sale and those remaining to be sold by Debtors.
5	2/20/2019	Nelson, Cynthia A	0.4	Conduct research re: status of proposed sale of real property by Debtors.
5	2/20/2019	Nelson, Cynthia A	0.1	Draft follow-up via email to Akin re: distribution of proceeds in connection with future real property asset sales.
5	2/20/2019	Khazary, Sam	0.8	Review de minimis asset sale documents.
5	2/20/2019	Kaneb, Blair	0.7	Analyze value of property involved in de minimis asset sale.
5	2/21/2019	Kaneb, Blair	1.4	Analyze owned properties excluded from ESL's purchase.
5	2/22/2019	Nelson, Cynthia A	0.2	Review information re: remaining real property assets to be sold by Debtors.
5	2/22/2019	Khazary, Sam	0.7	Review real property schedule and valuations for properties that ESL did not acquire.
5	2/25/2019	Kaneb, Blair	0.7	Analyze leases proposed for rejection.
5	2/27/2019	Nelson, Cynthia A	0.3	Prepare email to Akin re: options and potential analyses in connection with lease rejections.
5	2/27/2019	Nelson, Cynthia A	0.5	Address considerations in connection with rejection of Seritage master lease.
5	2/28/2019	Nelson, Cynthia A	0.5	Address issues to be investigated relative to proposed real property sales.
5	2/28/2019	Peterson, Stephen	0.7	Research potential value of distribution center to determine potential beneficial interest.
5	2/28/2019	Kaneb, Blair	1.6	Prepare analysis re: valuation of warehouse facing potential litigation from tenant.
<b>5 Total</b>			<b>113.5</b>	
7	2/1/2019	Kirchgraber, James	0.6	Prepare summary of variances between week 14 and week 15 DIP forecasts in connection with liquidity analysis.
7	2/1/2019	Star, Samuel	0.2	Draft email to Akin re: restrictive covenant provisions re: business plan projections in ESL APA.
7	2/1/2019	Diaz, Matthew	1.2	Review the responses to the Committee's objection in connection with the liquidity analysis.
7	2/1/2019	Park, Ji Yon	0.7	Review certain source files supporting the Kniffen Declaration.
7	2/1/2019	Hart, Christa	3.2	Attend deposition of J. Kniffen (The Analysis Group).
7	2/1/2019	Hart, Christa	3.1	Continue to attend deposition of J. Kniffen (The Analysis Group).
7	2/1/2019	Hart, Christa	2.7	Continue to attend deposition of J. Kniffen (The Analysis Group).
7	2/2/2019	Kirchgraber, James	1.2	Review new ABL commitment letter to determine potential additional liquidity assumed in the APA in connection with liquidity analysis.
7	2/2/2019	Eisler, Marshall	1.1	Evaluate weekly DIP budget as posted by the Debtors to the data room in connection with liquidity analysis.
7	2/2/2019	Eisler, Marshall	1.1	Respond to diligence requests re: ESL response to sale objection re: liquidity assuming ESL business plan.
7	2/3/2019	Khan, Sharmeen	0.9	Prepare summary of Debtors' identified opportunities for liquidity assuming ESL business plan for Akin in preparation of court hearing.
7	2/4/2019	Kirchgraber, James	3.1	Update cash flow and liquidity model based on updated projections from ESL.
7	2/4/2019	Eisler, Marshall	2.8	Incorporate updates into forecasted liquidity analysis assuming ESL business plan.

**EXHIBIT C**  
**SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
7	2/4/2019	Star, Samuel	0.2	Review revised ESL liquidity analysis assuming ESL business plan and provide comments to Akin.
7	2/4/2019	Hart, Christa	1.1	Review M. Meghji (M-III) declaration to identify issues associated with the business plan in preparation for the sales hearing.
7	2/4/2019	Hart, Christa	1.4	Review R. Riecker (SHC) declaration to identify issues associated with the business plan in preparation for the sales hearing.
7	2/4/2019	Hart, Christa	1.1	Draft summary update of M. Meghji's (M-III) declaration to distribute to the team.
7	2/4/2019	Hart, Christa	0.8	Draft summary update of R. Riecker's (SHC) declaration to distribute to the team.
7	2/4/2019	Diaz, Matthew	2.6	Review materials re: business plan liquidity analysis in preparation for testimony at the sales hearing.
7	2/4/2019	Diaz, Matthew	1.2	Continue to review materials re: business plan liquidity analysis in preparation for testimony at the sales hearing.
7	2/5/2019	Diaz, Matthew	0.9	Review the updated cash flow report in connection with liquidity analysis.
7	2/5/2019	Eisler, Marshall	2.7	Prepare analysis re: cash burn based on revised budget as provided by the Debtors.
7	2/5/2019	Eisler, Marshall	1.2	Respond to diligence question from Akin re: components of cash burn.
7	2/5/2019	Kirchgraber, James	3.2	Review updated ESL liquidity analysis assuming ESL business plan to understand changes from prior version.
7	2/18/2019	Simms, Steven	0.8	Correspond with the team re: update of various ESL liquidity issues going forward.
<b>7 Total</b>			<b>39.1</b>	
9	2/1/2019	Star, Samuel	0.6	Review and assess proposed KEIP performance metric.
9	2/1/2019	Park, Ji Yon	0.8	Prepare KEIP performance target summary for second period.
9	2/1/2019	Park, Ji Yon	0.9	Analyze revised KERP listing and correspond with Akin re: same.
9	2/2/2019	Star, Samuel	0.6	Draft fact pattern re: Q2 KEIP targeted discussions for Akin.
9	2/2/2019	Star, Samuel	0.3	Review draft letter to Weil re: proposed 2Q KEIP performance metric and provide comments to Akin.
9	2/2/2019	Star, Samuel	0.6	Assess proposed 2Q KEIP performance metric.
9	2/2/2019	Star, Samuel	0.6	Participate on call with Akin re: proposed 2Q KEIP performance metric.
9	2/2/2019	Park, Ji Yon	0.6	Participate on call with Akin re: proposed 2Q KEIP performance metric.
9	2/2/2019	Park, Ji Yon	0.6	Update KEIP second period performance target summary.
9	2/2/2019	Park, Ji Yon	0.6	Correspond with Akin re: objection to KEIP budget for second period performance target.
9	2/2/2019	Eisler, Marshall	1.2	Review proposed KEIP payout calculation as calculated by the Debtors.
9	2/3/2019	Park, Ji Yon	0.3	Participate in discussions with Akin re: terms and conditions for 2Q KEIP due to an acceleration event.
9	2/3/2019	Star, Samuel	0.5	Participate on calls with M-III re: proposed 2Q KEIP performance metric.
9	2/3/2019	Star, Samuel	0.3	Participate in discussions with Akin re: terms and conditions for 2Q KEIP due to an acceleration event.
9	2/3/2019	Star, Samuel	0.2	Draft email to Akin re: M-III proposed 2Q KEIP performance metric.
9	2/4/2019	Star, Samuel	0.8	Evaluate revised cash budget for purposes of determining KEIP performance metric.
9	2/4/2019	Park, Ji Yon	0.7	Review revised KEIP budget and update performance target analysis.
9	2/4/2019	Park, Ji Yon	0.8	Review KEIP order and hearing transcript re: acceleration payment.
9	2/4/2019	Eisler, Marshall	1.4	Create diligence questions/comments re: the Debtors' latest KEIP calculations.
9	2/5/2019	Star, Samuel	0.1	Participate on call with CRO re: 2Q KEIP performance metric.
9	2/5/2019	Park, Ji Yon	0.3	Follow up with the Debtors on various KEIP issues.
9	2/6/2019	Star, Samuel	0.5	Participate on call with Weil, Akin and M-III re: 2Q KEIP terms and conditions for payment.

**EXHIBIT C**  
**SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
9	2/6/2019	Park, Ji Yon	0.5	Participate on call with Weil, Akin and M-III re: 2Q KEIP terms and conditions for payment.
9	2/6/2019	Park, Ji Yon	0.3	Review proposed KERP payment.
9	2/13/2019	Star, Samuel	0.2	Participate in discussions with M-III on cash flow performance and achievement of KEIP metric levels.
9	2/13/2019	Park, Ji Yon	0.4	Follow up with M-III re: KEIP issues.
9	2/13/2019	Park, Ji Yon	0.3	Review KEIP performance results.
9	2/14/2019	Star, Samuel	0.7	Review terms and conditions for KEIP payment for 1Q and 2Q acceleration event.
9	2/14/2019	Park, Ji Yon	0.2	Follow up with Akin re: KEIP.
9	2/14/2019	Park, Ji Yon	0.3	Review KEIP order language re: administrative insolvency in connection with KEIP payments.
9	2/15/2019	Park, Ji Yon	0.3	Review actual cash flow figures for the purposes of calculating KEIP.
9	2/19/2019	Park, Ji Yon	0.6	Review KEIP payment notice and follow up with Akin.
9	2/20/2019	Star, Samuel	0.2	Participate in discussions with Akin re: priority of payment of 2Q KEIP under acceleration provisions.
9	2/20/2019	Park, Ji Yon	0.6	Review proposed KEIP payments in order to discuss with Akin.
9	2/22/2019	Star, Samuel	0.1	Participate in discussions with M-III re: 2Q KEIP.
9	2/26/2019	Star, Samuel	0.4	Participate on call with Akin, M-III and Weil re: 2Q KEIP acceleration payment terms.
9	2/26/2019	Park, Ji Yon	0.4	Participate on call with Akin, M-III and Weil re: 2Q KEIP acceleration payment terms.
9	2/26/2019	Park, Ji Yon	0.3	Review administrative tracker in connection with KEIP acceleration payment.
<b>9 Total</b>			<b>19.1</b>	
10	2/4/2019	Joffe, Steven	1.7	Review declarations in support of ESL's response to creditor objection in connection with various tax issues.
10	2/4/2019	Joffe, Steven	1.6	Review documents filed by ESL and the restructuring committee in connection with various tax issues.
10	2/4/2019	Steinberg, Darryl	0.8	Review tax-sensitive, definitional sections in ESL APA to conclude on scope of pre-closing tax liabilities assumed in ESL bid.
10	2/12/2019	Joffe, Steven	3.1	Review APA order in connection with various tax issues re: transfer of NOLs.
10	2/12/2019	Steinberg, Darryl	0.8	Participate on call with Akin and Houlihan re: tax matters included in cash flow forecast re: litigation liquidating trust.
10	2/13/2019	Joffe, Steven	2.1	Conduct research re: interplay "G" reorganizations, worthless stock deduction timing and tax years.
10	2/13/2019	Joffe, Steven	2.3	Conduct research re: section 381 rules and timing of worthless stock deduction.
10	2/13/2019	Steinberg, Darryl	1.1	Participate on call with Akin and Houlihan re: timing for worthless stock tax deduction and character issue.
10	2/18/2019	Steinberg, Darryl	0.7	Participate on call with Akin re: various tax matters included for Sears Remain Co, APA purchase price allocation, and step plan.
10	2/19/2019	Joffe, Steven	0.6	Review email to Weil re: step plan and post sale tax.
10	2/19/2019	Steinberg, Darryl	0.6	Review materials re: cash flow forecast for non-US affiliates and potential US tax issue re: creation of litigation liquidating trust.
10	2/20/2019	Steinberg, Darryl	0.4	Develop agenda for tax call with Weil and Deloitte.
10	2/27/2019	Steinberg, Darryl	0.8	Review materials re: incremental tax issues related to timing of creation of litigation liquidating trust.
10	2/28/2019	Joffe, Steven	1.1	Participate on call with Akin re: the Debtors' POR issues.
10	2/28/2019	Joffe, Steven	2.0	Participate on call with Weil and Deloitte re: POR term sheet alternatives.
10	2/28/2019	Star, Samuel	0.1	Follow up with the team re: presentation of tax attributes under APA.
10	2/28/2019	Steinberg, Darryl	1.7	Review materials re: potential plan to avoid 382 post effective date.

**EXHIBIT C**  
**SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
10	2/28/2019	Eisler, Marshall	1.1	Participate on call with Akin re: the Debtors' POR issues.
<b>10 Total</b>			<b>22.6</b>	
11	2/4/2019	Greenspan, Ronald F	2.3	(Partial) Attend sale hearing telephonically in preparation for testimony.
11	2/4/2019	Nelson, Cynthia A	2.3	(Partial) Attend sale hearing telephonically in preparation for testimony.
11	2/4/2019	Simms, Steven	2.3	(Partial) Attend sale hearing telephonically.
11	2/4/2019	Star, Samuel	2.3	(Partial) Attend sale hearing telephonically.
11	2/4/2019	Diaz, Matthew	3.4	Attend sale hearing in White Plains.
11	2/4/2019	Khazary, Sam	3.4	Attend sale hearing in White Plains.
11	2/4/2019	Kaneb, Blair	3.4	Attend sale hearing in White Plains.
11	2/6/2019	Greenspan, Ronald F	3.4	Attend sales hearing in White Plains.
11	2/6/2019	Greenspan, Ronald F	3.2	Continue to attend sales hearing in White Plains.
11	2/6/2019	Greenspan, Ronald F	2.9	Continue to attend sales hearing in White Plains.
11	2/6/2019	Simms, Steven	3.4	Attend ESL sale hearing telephonically.
11	2/6/2019	Blonder, Brian	1.8	(Partial) Attend sales hearing telephonically.
11	2/6/2019	Star, Samuel	3.4	Attend sales hearing in White Plains.
11	2/6/2019	Star, Samuel	2.9	Continue to attend sales hearing in White Plains.
11	2/6/2019	Diaz, Matthew	3.4	Attend sales hearing in White Plains.
11	2/6/2019	Diaz, Matthew	3.2	Continue to attend sales hearing in White Plains.
11	2/6/2019	Diaz, Matthew	2.9	Continue to attend sales hearing in White Plains.
11	2/6/2019	Khazary, Sam	3.4	Attend sales hearing in White Plains.
11	2/6/2019	Khazary, Sam	3.2	Continue to attend sales hearing in White Plains.
11	2/6/2019	Khazary, Sam	2.9	Continue to attend sales hearing in White Plains.
11	2/6/2019	Kirchgraber, James	2.8	(Partial) Attend sales hearing telephonically.
11	2/6/2019	Maloney, Caelum	1.0	(Partial) Attend sales hearing telephonically.
11	2/6/2019	Gotthardt, Gregory	3.4	Attend sales hearing telephonically.
11	2/6/2019	Gotthardt, Gregory	2.2	(Partial) Continue to attend sales hearing telephonically.
11	2/6/2019	Khan, Sharmeen	2.7	(Partial) Attend sales hearing telephonically.
11	2/6/2019	Kaneb, Blair	3.4	Attend sale hearing in White Plains.
11	2/6/2019	Kaneb, Blair	3.2	Continue to attend sale hearing in White Plains.
11	2/6/2019	Kaneb, Blair	2.9	Continue to attend sale hearing in White Plains.
11	2/6/2019	Simms, Steven	3.2	Continue to attend ESL sale hearing telephonically.
11	2/6/2019	Eisler, Marshall	3.4	Attend ESL sale hearing telephonically.
11	2/6/2019	Eisler, Marshall	3.2	Continue to attend ESL sale hearing telephonically.
11	2/7/2019	Blonder, Brian	3.4	Attend sales hearing telephonically.
11	2/7/2019	Blonder, Brian	1.6	Continue to attend sales hearing telephonically.
11	2/7/2019	Greenspan, Ronald F	3.4	Attend sales hearing telephonically.
11	2/7/2019	Greenspan, Ronald F	1.6	Continue to attend sales hearing telephonically.
11	2/7/2019	Simms, Steven	3.4	Attend sales hearing telephonically.
11	2/7/2019	Diaz, Matthew	3.4	Attend sales hearing telephonically.
11	2/7/2019	Khazary, Sam	3.4	Attend sales hearing in White Plains re: closing arguments.
11	2/7/2019	Khazary, Sam	1.6	Continue to attend sales hearing in White Plains re: closing arguments.
11	2/7/2019	Kirchgraber, James	2.7	(Partial) Attend sales hearing telephonically.
11	2/7/2019	Khan, Sharmeen	2.2	(Partial) Attend sales hearing telephonically.
11	2/7/2019	Simms, Steven	1.6	Continue to attend sales hearing telephonically.
11	2/7/2019	Eisler, Marshall	3.4	Attend sales hearing telephonically.
<b>11 Total</b>			<b>122.5</b>	
12	2/25/2019	Kaneb, Blair	2.6	Analyze SOFA schedule by entity.
12	2/26/2019	Kaneb, Blair	1.9	Prepare summary re: SOFA schedule by entity.
12	2/26/2019	Kaneb, Blair	2.4	Incorporate updates to summary re: SOFA schedule by entity.
12	2/26/2019	Park, Ji Yon	0.4	Review SOAL by entity intercompany detail in preparation for call with M-III.

**EXHIBIT C**  
**SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
12	2/27/2019	Park, Ji Yon	0.3	Review the support for SOFA/SOALs and summaries by entity to be prepared.
12	2/27/2019	Kaneb, Blair	3.1	Prepare schedule on payments made to insiders and payments made to vendors 90 days prior to filing.
12	2/28/2019	Park, Ji Yon	0.3	Provide comments on SOFA summary charts by entity.
12	2/28/2019	Kaneb, Blair	3.2	Analyze top creditors paid for services and supplies within 90 days prior to filing.
<b>12 Total</b>			<b>14.2</b>	
14	2/6/2019	Star, Samuel	0.3	Review PBGC settlement term sheet and assess impact on creditor recoveries.
14	2/6/2019	Star, Samuel	0.4	Participate in discussions with Akin re: PBGC settlement term sheet follow-ups.
14	2/13/2019	Star, Samuel	0.1	Review responses to MTN sale 2004 motion.
14	2/14/2019	Star, Samuel	0.8	Review claims bar date motion.
14	2/19/2019	Star, Samuel	0.2	Participate in discussions with potential purchaser re: 503(b)(a) reconciliation process and ESL assumption of liabilities.
<b>14 Total</b>			<b>1.8</b>	
15	2/1/2019	Park, Ji Yon	0.4	Follow up with Akin re: Hong Kong entity funding issues.
15	2/4/2019	Park, Ji Yon	0.4	Follow up with Akin and the Debtors re: Hong Kong entity funding issues.
15	2/8/2019	Park, Ji Yon	0.3	Review Hong Kong entity funding request.
15	2/11/2019	Park, Ji Yon	0.3	Follow up with Akin re: Hong Kong entity funding issues.
15	2/15/2019	Park, Ji Yon	0.7	Review KCD intercompany relationship in order to respond to Akin's associated question.
15	2/22/2019	Park, Ji Yon	0.3	Follow up with M-III re: open intercompany issues.
15	2/26/2019	Star, Samuel	0.5	Participate on call with M-III re: intercompany analysis pre and postpetition.
15	2/26/2019	Park, Ji Yon	0.5	Participate on call with M-III re: intercompany analysis pre and postpetition.
15	2/26/2019	Khan, Sharmeen	0.5	Participate on call with M-III re: intercompany analysis pre and postpetition.
15	2/26/2019	Kaneb, Blair	2.2	Analyze intercompany payables and grid notes.
15	2/27/2019	Park, Ji Yon	0.5	Participate on call with Houlihan re: intercompany claims and deconsolidated recovery analysis.
15	2/27/2019	Khan, Sharmeen	0.5	Participate on call with Houlihan re: intercompany claims and deconsolidated recovery analysis.
15	2/27/2019	Kaneb, Blair	0.5	Participate on call with Houlihan re: intercompany claims and deconsolidated recovery analysis.
15	2/28/2019	Park, Ji Yon	0.2	Draft a summary of the deconsolidation/intercompany call with Houlihan and next steps.
<b>15 Total</b>			<b>7.8</b>	
16	2/3/2019	Diaz, Matthew	0.6	Review the updated analysis on the administrative claims.
16	2/3/2019	Diaz, Matthew	0.9	Participate on call with Akin re: the most recent administrative claims tracker in order to prepare for the sales hearing.
16	2/3/2019	Diaz, Matthew	1.3	Review the estimated cure costs and draft related correspondence to Akin.
16	2/3/2019	Diaz, Matthew	1.2	Participate on call with Akin to discuss the estimated cure costs and to prepare for the hearing.
16	2/3/2019	Diaz, Matthew	1.1	Review the most up to date administrative claims tracker.
16	2/3/2019	Khan, Sharmeen	1.4	Review the updated tracker from the Debtors in order to recalculate updated administrative claims shortfall amount for Akin.
16	2/4/2019	Star, Samuel	0.7	Participate on call with Akin re: potential question for M. Meghji (M-III) on cross examination and supplemental declaration re: administrative insolvency.
16	2/4/2019	Diaz, Matthew	3.4	Develop supplemental declaration re: administrative insolvency.
16	2/4/2019	Khan, Sharmeen	2.3	Incorporate updates to revised analysis for supplementary declaration re: administrative claims shortfall.

## EXHIBIT C

## SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538

## DETAIL OF TIME ENTRIES

## FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Task Category	Date	Professional	Hours	Activity
16	2/4/2019	Khan, Sharmeen	2.4	Prepare revised draft and analysis for supplementary declaration re: administrative claims shortfall.
16	2/4/2019	Khan, Sharmeen	0.7	Participate on call with Akin re: potential question for M. Meghji (M-III) on cross examination and supplemental declaration re: administrative insolvency.
16	2/4/2019	Eisler, Marshall	2.2	Evaluate latest administrative insolvency tracker as provided by the Debtors.
16	2/5/2019	Diaz, Matthew	3.3	Review materials in preparation for testimony in support of the objection to the sale re: administrative solvency.
16	2/5/2019	Simms, Steven	0.8	Participate in discussions with Akin re: supplemental declaration re: changes to administrative insolvency estimates.
16	2/5/2019	Star, Samuel	1.4	Review revisions to supplemental declaration re: change to administrative insolvency estimates.
16	2/5/2019	Star, Samuel	0.8	Participate in discussions with Akin re: supplemental declaration re: changes to administrative insolvency estimates.
16	2/5/2019	Diaz, Matthew	0.8	Participate in discussions with Akin re: supplemental declaration re: changes to administrative insolvency estimates.
16	2/5/2019	Diaz, Matthew	2.3	Review the source materials in support of Diaz declaration.
16	2/5/2019	Diaz, Matthew	2.6	Develop supplemental declaration in support of the objection to the sale.
16	2/5/2019	Diaz, Matthew	2.3	Continue to develop supplemental declaration in support of the objection to the sale.
16	2/5/2019	Khan, Sharmeen	2.9	Prepare revised draft of supplementary declaration re: administrative claims shortfall.
16	2/5/2019	Khan, Sharmeen	2.7	Incorporate comments from Akin to the draft of the supplementary declaration re: administrative claims shortfall.
16	2/5/2019	Khan, Sharmeen	2.8	Incorporate final edits to the supplementary declaration re: administrative claims shortfall.
16	2/5/2019	Khan, Sharmeen	0.8	Participate in discussions with Akin re: supplemental declaration re: changes to administrative insolvency estimates.
16	2/5/2019	Eisler, Marshall	2.4	Respond to diligence question from Akin re: real estate values in connection with administrative solvency analysis.
16	2/6/2019	Star, Samuel	2.2	Participate in meeting with Akin and Houlihan re: open issues on ESL bid re: administrative solvency raised by Judge Drain and strategy to negotiate with the Debtors and ESL.
16	2/6/2019	Diaz, Matthew	2.2	Review analysis re: administrative insolvency in preparation for testimony at sales hearing.
16	2/7/2019	Kim, Ye Darm	2.4	Prepare analysis re: Diaz supplemental declaration re: administrative insolvency.
16	2/8/2019	Star, Samuel	0.4	Review revised sale order, including exclusions and assumed liabilities re: administrative insolvency.
16	2/8/2019	Eisler, Marshall	0.6	Review trial transcripts in order to respond to diligence question re: administrative solvency.
16	2/11/2019	Simms, Steven	0.8	Correspond with Akin re: exclusivity issues.
16	2/13/2019	Star, Samuel	0.1	Review status of exclusivity objection discussions with Debtors.
16	2/14/2019	Diaz, Matthew	0.8	Review the proposed plan term sheet.
16	2/16/2019	Star, Samuel	0.6	Review draft term sheet for joint Debtors' and Committee's liquidating plan.
16	2/25/2019	Star, Samuel	0.4	Develop agenda for call with Akin and Houlihan re: plan process.
16	2/26/2019	Eisler, Marshall	2.8	Prepare diligence questions re: administrative solvency tracker.
16	2/26/2019	Eisler, Marshall	1.9	Reconcile closing funds flow document to postpetition cash flow budget.
16	2/27/2019	Park, Ji Yon	0.8	Review the Debtors' plan term sheet.
16	2/27/2019	Eisler, Marshall	2.1	Analyze POR term sheet as provided by the Debtors.
16	2/27/2019	Eisler, Marshall	1.8	Review valuation of real estate assets excluded from ESL sale.

EXHIBIT C

SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538  
DETAIL OF TIME ENTRIES  
FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Task Category	Date	Professional	Hours	Activity
16	2/28/2019	Star, Samuel	0.2	Review analysis of asset/claims mapping to evaluate value waterfall a deconsolidated basis.
16	2/28/2019	Star, Samuel	0.1	Research potential post confirmation board candidates.
16	2/28/2019	Star, Samuel	1.4	Review draft POR term sheet and list comments and questions for Akin.
16	2/28/2019	Diaz, Matthew	0.9	Review and provide comments on the plan term sheet.
16	2/28/2019	Eisler, Marshall	2.6	Evaluate latest estate tracker as provided by M-III.
<b>16 Total</b>			<b>69.2</b>	
17	2/11/2019	Park, Ji Yon	0.3	Draft wind-down and remaining issues list.
17	2/12/2019	Park, Ji Yon	0.4	Update wind-down and remaining issues list for follow up with M-III.
17	2/15/2019	Star, Samuel	0.1	Review memorandum to Akin re: wind-down budget, 1Q KEIP, data preservation and TSA.
17	2/15/2019	Park, Ji Yon	0.2	Review and provide comments on summary from M-III call re: wind-down.
17	2/18/2019	Eisler, Marshall	1.3	Prepare response to M-III re: wind-down budget.
17	2/21/2019	Star, Samuel	0.4	Review funds flow for ESL closing.
17	2/21/2019	Star, Samuel	0.6	Review executive redline ESL APA focusing on assumed liabilities, purchased assets and excluded assets.
17	2/21/2019	Eisler, Marshall	1.2	Analyze closing funds flow as provided by the Debtors.
17	2/21/2019	Park, Ji Yon	0.4	Begin to review final TSA.
17	2/21/2019	Park, Ji Yon	0.3	Review team correspondence re: final APA and TSA and further reviews to be conducted.
17	2/22/2019	Park, Ji Yon	0.4	Review the final APA, funds flow and TSA posted to the data room.
17	2/25/2019	Diaz, Matthew	0.6	Review the TSA posted to the data room.
17	2/25/2019	Simms, Steven	0.7	Confer with the team re: various administrative and plan issues going forward.
17	2/25/2019	Star, Samuel	0.5	Participate on call with the team re: TSA concerns.
17	2/25/2019	Park, Ji Yon	0.3	Begin to review employee lease agreement and occupancy agreement.
17	2/25/2019	Park, Ji Yon	2.1	Perform detailed review of the TSA.
17	2/25/2019	Park, Ji Yon	0.5	Participate on call with the team re: TSA concerns.
17	2/26/2019	Diaz, Matthew	2.3	Review the finalized APA agreement and related exhibits.
17	2/26/2019	Star, Samuel	0.7	Participate on call with professionals re: wind-down budget, proposed plan, and next steps.
17	2/26/2019	Star, Samuel	0.4	Assess latest estate tracker covering administrative expenses and sources of payment.
17	2/26/2019	Diaz, Matthew	0.8	Edit and supplement the question list to the Debtors on the wind-down budget.
17	2/26/2019	Diaz, Matthew	1.2	Perform detailed review of the wind-down plan.
17	2/26/2019	Diaz, Matthew	0.7	Participate on call with professionals re: wind-down budget, proposed plan, and next steps.
17	2/26/2019	Park, Ji Yon	0.7	Participate on call with professionals re: wind-down budget, proposed plan, and next steps.
17	2/26/2019	Eisler, Marshall	2.1	Prepare diligence questions re: wind-down budget.
17	2/27/2019	Star, Samuel	0.2	Review status of real estate disposition compared to budgeted sales process.
17	2/27/2019	Diaz, Matthew	0.9	Review the wind-down budget.
17	2/27/2019	Park, Ji Yon	0.5	Review the APA for the treatment of preference claims.
17	2/28/2019	Star, Samuel	0.1	Review open items from call with M-III re: wind-down budget.
17	2/28/2019	Park, Ji Yon	0.6	Review and update legal entity and value summary related to Seritage transaction.
17	2/28/2019	Park, Ji Yon	0.2	Draft an agenda for upcoming call with M-III.
17	2/28/2019	Park, Ji Yon	0.5	Participate on call with M-III re: administrative solvency tracker and wind-down budget.
<b>17 Total</b>			<b>22.2</b>	
18	2/1/2019	Star, Samuel	1.3	Review the restructuring committee's response on support of ESL sale.
18	2/1/2019	Star, Samuel	0.7	Review Debtors' omnibus reply to objections to ESL sale.



EXHIBIT C

SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538  
DETAIL OF TIME ENTRIES  
FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Task Category	Date	Professional	Hours	Activity
18	2/1/2019	Diaz, Matthew	2.1	Review the Debtors' response to the Committee's sale objection.
18	2/1/2019	Diaz, Matthew	0.9	Review the restructuring committee's response to the Committee's objection.
18	2/1/2019	Diaz, Matthew	2.3	Review the Debtors' declarations in response to the Committee's objection.
18	2/1/2019	Kirchgraber, James	1.1	Review response to the sale objection provided by the restructuring committee.
18	2/1/2019	Khan, Sharmeen	2.4	Review the Debtors' response to the Committee's objection to sale and corresponding declarations.
18	2/1/2019	Berkin, Michael	1.3	Review updated team workplan re: investigations.
18	2/1/2019	Eisler, Marshall	2.7	Review restructuring subcommittee response to the sale objection.
18	2/1/2019	Eisler, Marshall	1.4	Analyze A. Carr Declaration in support of ESL sale.
18	2/2/2019	Star, Samuel	1.0	Review Debtor's response to objection to ESL sale, including B. Aebersold (Lazard) and M. Meghji (M-III) declarations.
18	2/2/2019	Star, Samuel	0.4	Review ESL's response to the Committee's objection to ESL sale including A. Weaver (Cleary) and K. Kamlani (ESL) declarations.
18	2/2/2019	Star, Samuel	0.4	Draft email to Akin re: components of ESL's stated liability assumption.
18	2/2/2019	Diaz, Matthew	1.5	Review ESL's response to the Committee's objection.
18	2/4/2019	Star, Samuel	0.2	Review emails from Akin to identify additional information needed for cross examining witnesses.
18	2/4/2019	Kirchgraber, James	2.2	Review the Committee's complaint and standing motion to determine the values attributable to litigation claims.
18	2/5/2019	Star, Samuel	0.6	Develop cash flow projections under sale stay scenarios.
18	2/15/2019	Simms, Steven	0.6	Correspond with Akin re: outstanding litigation issues.
18	2/26/2019	Kim, Ye Darm	1.6	Create analysis of intercompany asset transfers/sales related to Seritage transaction.
18	2/26/2019	Khan, Sharmeen	0.7	Review the team's analysis of Seritage transactions in connection with identification of claims.
18	2/26/2019	Park, Ji Yon	0.2	Review Seritage transaction funds flow in order to understand potential beneficiaries of the litigation.
18	2/26/2019	Diaz, Matthew	0.5	Participate on call with Akin re: the litigation next steps.
18	2/26/2019	Diaz, Matthew	0.6	Review the historical Seritage asset transfers.
18	2/27/2019	Kaneb, Blair	1.8	Analyze relevant Debtor entities in Seritage litigation.
<b>18 Total</b>			<b>28.5</b>	
19	2/1/2019	Simms, Steven	0.5	Participate in meeting with team re: status of workstream and preparations for sale hearing.
19	2/1/2019	Nelson, Cynthia A	0.5	Participate in meeting with team re: status of workstream and preparations for sale hearing.
19	2/1/2019	Simms, Steven	1.3	Participate on call with Akin re: various outstanding diligence requests.
19	2/1/2019	Star, Samuel	0.5	Participate in meeting with team re: status of workstream and preparations for sale hearing.
19	2/1/2019	Diaz, Matthew	0.5	Participate in meeting with team re: status of workstream and preparations for sale hearing.
19	2/1/2019	Berkin, Michael	0.5	Participate in meeting with team re: status of workstream and preparations for sale hearing.
19	2/5/2019	Eisenband, Michael	0.7	Review outstanding workstreams to determine case status.
19	2/5/2019	Park, Ji Yon	0.4	Compile list of open items and follow up from Debtors re: intercompany, budget reporting, and other related issues.
19	2/6/2019	Eisenband, Michael	1.1	Review results from sales hearing to determine next steps in the case.
19	2/6/2019	Star, Samuel	0.3	Draft email to team re: open issues with ESL deal and next steps.
19	2/7/2019	Diaz, Matthew	0.9	Determine next steps following the sales hearing.
19	2/7/2019	Eisenband, Michael	0.8	Review results from sales hearing to identify workstreams that need attention.
19	2/8/2019	Blonder, Brian	0.6	Participate in meeting with the team re: ruling on sale and next steps.

## EXHIBIT C

## SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538

## DETAIL OF TIME ENTRIES

## FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Task Category	Date	Professional	Hours	Activity
19	2/8/2019	Nelson, Cynthia A	0.6	Participate in meeting with the team re: ruling on sale and next steps.
19	2/8/2019	Star, Samuel	0.6	Participate in meeting with the team re: ruling on sale and next steps.
19	2/8/2019	Star, Samuel	0.1	Incorporate updates to the team's workplan.
19	2/8/2019	Diaz, Matthew	0.6	Participate in meeting with the team re: ruling on sale and next steps.
19	2/8/2019	Park, Ji Yon	0.6	Review sale results, implications, and next steps.
19	2/8/2019	Hart, Christa	0.6	Participate in meeting with the team re: ruling on sale and next steps.
19	2/11/2019	Diaz, Matthew	0.5	Review open items and modify agenda for call with M-III.
19	2/13/2019	Star, Samuel	0.6	Update work plan for post sale closing activities.
19	2/14/2019	Eisler, Marshall	1.2	Evaluate go-forward work plan for wind-down.
19	2/19/2019	Star, Samuel	0.3	Incorporate updates to the team's workplan.
19	2/22/2019	Star, Samuel	0.5	Participate in meeting with team re: agenda for call with M-III on open questions on APA, ESL closing statement and work plan.
19	2/22/2019	Park, Ji Yon	0.5	Participate in meeting with team re: agenda for call with M-III on open questions on APA, ESL closing statement and work plan.
19	2/26/2019	Star, Samuel	0.7	Participate in meeting with team re: updated work plan, call with Houlihan and Akin re: agenda for meeting with Debtors' and Restructuring Committee's Advisors re: wind-down and form of plan of liquidation.
19	2/26/2019	Diaz, Matthew	0.7	Participate in meeting with team re: updated work plan, call with Houlihan and Akin re: agenda for meeting with Debtors' and Restructuring Committee's Advisors re: wind-down and form of plan of liquidation.
19	2/26/2019	Park, Ji Yon	0.7	Participate in meeting with team re: updated work plan, call with Houlihan and Akin re: agenda for meeting with Debtors' and Restructuring Committee's Advisors re: wind-down and form of plan of liquidation.
19	2/26/2019	Khan, Sharmeen	0.7	Participate in meeting with team re: updated work plan, call with Houlihan and Akin re: agenda for meeting with Debtors' and Restructuring Committee's Advisors re: wind-down and form of plan of liquidation.
19	2/27/2019	Simms, Steven	0.3	Correspond with the team re: outstanding governance items.
19	2/28/2019	Diaz, Matthew	0.8	Review and provide comments on next steps with M-III.
<b>19 Total</b>			<b>19.2</b>	
20	2/8/2019	Star, Samuel	0.2	Participate on call with CRO on revised cash budget and transaction services agreement.
20	2/12/2019	Diaz, Matthew	0.3	Review and edit proposed agenda for call with M-III re: wind-down budget.
20	2/14/2019	Star, Samuel	0.1	Participate on call with M-III re: outstanding information requests.
20	2/15/2019	Diaz, Matthew	0.5	Participate on call with M-III re: wind-down budget, 1Q KEIP, data preservation and TSA.
20	2/15/2019	Park, Ji Yon	0.5	Participate on call with M-III re: wind-down budget, 1Q KEIP, data preservation and TSA.
20	2/15/2019	Star, Samuel	0.5	Participate on call with M-III re: wind-down budget, 1Q KEIP, data preservation and TSA.
20	2/19/2019	Star, Samuel	0.4	Participate on call with CRO re: open information requests on wind-down budget, liability cutoff on ESL sale and KEIP payouts.
20	2/21/2019	Star, Samuel	0.1	Develop agenda for M-III call on open items.
20	2/21/2019	Park, Ji Yon	0.1	Update agenda for upcoming call with M-III.
20	2/22/2019	Park, Ji Yon	0.5	Participate on call with M-III re: APA assets/claims remaining in estate and by entity.
20	2/22/2019	Star, Samuel	0.5	Participate on call with M-III re: APA assets/claims remaining in estate and by entity.
<b>20 Total</b>			<b>3.7</b>	
21	2/1/2019	Nelson, Cynthia A	0.6	Participate on calls with Committee members re: ESL APA provisions.
21	2/1/2019	Star, Samuel	0.6	Participate on calls with Committee members re: ESL APA provisions.
21	2/1/2019	Simms, Steven	0.6	Participate on calls with Committee members re: ESL APA provisions.

**EXHIBIT C**  
**SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538**  
**DETAIL OF TIME ENTRIES**  
**FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019**

<b>Task Category</b>	<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Activity</b>
21	2/8/2019	Blonder, Brian	0.6	Participate on call with Committee re: ruling on sale and next steps.
21	2/8/2019	Greenspan, Ronald F	0.6	Participate on call with Committee re: ruling on sale and next steps.
21	2/8/2019	Nelson, Cynthia A	0.6	Participate on call with Committee re: ruling on sale and next steps.
21	2/8/2019	Simms, Steven	0.6	Participate on call with Committee re: ruling on sale and next steps.
21	2/8/2019	Star, Samuel	0.6	Participate on call with Committee re: ruling on sale and next steps.
21	2/8/2019	Diaz, Matthew	0.6	Participate on call with Committee re: ruling on sale and next steps.
21	2/8/2019	Hart, Christa	0.6	Participate on call with Committee re: ruling on sale and next steps.
21	2/13/2019	Star, Samuel	0.2	Participate on call with Committee members re: case status and next steps.
21	2/28/2019	Star, Samuel	0.5	Participate on call with Committee re: draft POR term sheet provisions, wind-down budget, Chapter 7 alternatives and KEIP payments.
21	2/28/2019	Park, Ji Yon	0.5	Participate on call with Committee re: draft POR term sheet provisions, wind-down budget, Chapter 7 alternatives and KEIP payments.
<b>21 Total</b>			<b>7.2</b>	
22	2/7/2019	Star, Samuel	0.4	Participate on call with claims purchaser re: information in SOAL's and case status.
22	2/8/2019	Simms, Steven	1.3	Participate on calls with creditors re: sales hearing update.
22	2/12/2019	Simms, Steven	0.4	Participate on call with creditor re: sale recovery issue.
22	2/20/2019	Simms, Steven	0.6	Participate on call with creditor re: outstanding case issues.
22	2/20/2019	Star, Samuel	0.1	Participate on call with vendor representative re: case status.
22	2/22/2019	Simms, Steven	0.3	Participate on call with creditor re: updated case status and next steps.
22	2/27/2019	Simms, Steven	0.6	Participate on call with creditors re: case status and outstanding issues.
<b>22 Total</b>			<b>3.7</b>	
23	2/18/2019	Nelson, Cynthia A	0.6	Confer with Akin and Real Estate Research Corporation re: retention and fee payment process.
23	2/20/2019	Nelson, Cynthia A	0.2	Discuss protocol for firm retention with Real Estate Research Corporation.
<b>23 Total</b>			<b>0.8</b>	
24	2/1/2019	Star, Samuel	3.4	Review December 2018 Fee Statement.
24	2/1/2019	Tirabassi, Kathryn	2.9	Finalize exhibits for the December 2018 Fee Statement.
24	2/4/2019	Tirabassi, Kathryn	3.1	Begin to prepare time detail for January 2019 Fee Statement.
24	2/5/2019	Tirabassi, Kathryn	2.1	Prepare time detail re: January 2019 Fee Statement.
24	2/6/2019	Hellmund-Mora, Marili	0.4	Generate fee estimate in connection with reporting budget.
24	2/6/2019	Tirabassi, Kathryn	1.9	Continue to prepare fee detail re: January 2019 Fee Statement.
24	2/6/2019	Tirabassi, Kathryn	0.6	Prepare weekly fee estimate re: week ending 2/2.
24	2/6/2019	Tirabassi, Kathryn	2.3	Prepare fee detail re: January 2019 Fee Statement.
24	2/7/2019	Tirabassi, Kathryn	3.2	Prepare time detail for the January 2019 Fee Statement.
24	2/7/2019	Tirabassi, Kathryn	2.9	Continue to prepare time detail re: January 2019 Fee Statement.
24	2/8/2019	Tirabassi, Kathryn	1.1	Continue to prepare time detail re: January 2019 Fee Statement.
24	2/11/2019	Tirabassi, Kathryn	0.8	Prepare time detail re: January 2019 Fee Statement.
24	2/12/2019	Tirabassi, Kathryn	2.9	Prepare time detail for the January 2019 Fee Statement.
24	2/12/2019	Kaneb, Blair	2.1	Review time detail re: real estate issues for January 2019 Fee Statement.
24	2/13/2019	Hellmund-Mora, Marili	0.6	Generate fee estimate in connection with reporting budget.
24	2/13/2019	Hellmund-Mora, Marili	1.2	Finalize the October and November 2018 Fee Statement.
24	2/13/2019	Tirabassi, Kathryn	2.7	Begin to prepare exhibits for January 2019 Fee Statement.
24	2/13/2019	Tirabassi, Kathryn	2.2	Continue to prepare exhibits for January 2019 Fee Statement.
24	2/13/2019	Kaneb, Blair	1.8	Continue to review time detail re: real estate issues for January 2019 Fee Statement.
24	2/14/2019	Tirabassi, Kathryn	2.2	Prepare time detail for the January 2019 Fee Statement.
24	2/14/2019	Tirabassi, Kathryn	1.9	Continue to prepare time detail re: January 2019 Fee Statement.
24	2/14/2019	Kaneb, Blair	3.3	Continue to review time detail re: real estate issues for January 2019 Fee Statement.
24	2/15/2019	Tirabassi, Kathryn	3.4	Finalize expense detail re: January 2019 Fee Statement.

EXHIBIT C

SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538  
DETAIL OF TIME ENTRIES  
FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Task Category	Date	Professional	Hours	Activity
24	2/15/2019	Tirabassi, Kathryn	3.4	Finalize time detail re: January 2019 Fee Statement.
24	2/17/2019	Tirabassi, Kathryn	3.3	Finalize exhibits re: January 2019 Fee Statement.
24	2/18/2019	Tirabassi, Kathryn	1.4	Prepare cover letter for January 2019 Fee Statement.
24	2/19/2019	Tirabassi, Kathryn	0.3	Prepare weekly fee estimate re: week ending 2/16.
24	2/20/2019	McCaskey, Morgan	2.5	Review and provide comments re: January 2019 Fee Statement.
24	2/21/2019	Tirabassi, Kathryn	2.4	Incorporate comments to the January 2019 Fee Statement.
24	2/22/2019	Tirabassi, Kathryn	0.7	Incorporate further comments to the January 2019 Fee Statement.
24	2/24/2019	Star, Samuel	1.3	Review January 2019 Fee Statement and time detail.
24	2/25/2019	Star, Samuel	0.3	Provide comments on January time detail and potential write-offs.
24	2/25/2019	Tirabassi, Kathryn	1.9	Incorporate comments to the time detail re: January 2019 Fee Statement.
24	2/25/2019	Tirabassi, Kathryn	1.7	Incorporate comments to the expense detail re: January 2019 Fee Statement.
24	2/26/2019	Tirabassi, Kathryn	0.4	Prepare weekly fee estimate re: week ended 2/23.
24	2/27/2019	Hellmund-Mora, Marili	0.5	Generate fee estimate in connection with reporting budget.
24	2/28/2019	Tirabassi, Kathryn	1.4	Begin to prepare the February 2019 Fee Statement.
<b>24 Total</b>			<b>70.5</b>	
25	2/1/2019	Greenspan, Ronald F	6.0	Travel from LAX to NYC for deposition.
25	2/4/2019	Greenspan, Ronald F	3.0	Travel to NYC to attend sale hearing.
25	2/4/2019	Diaz, Matthew	2.1	Travel to sale hearing in White Plains.
25	2/4/2019	Khazary, Sam	0.7	Travel to sale hearing in White Plains.
25	2/4/2019	Khazary, Sam	0.9	Travel from sale hearing in White Plains.
25	2/4/2019	Gotthardt, Gregory	6.8	Travel from LAX to NYC for sale hearing.
25	2/4/2019	Kaneb, Blair	1.3	Travel to sales hearing in White Plains.
25	2/4/2019	Kaneb, Blair	1.2	Travel from sales hearing in White Plains.
25	2/5/2019	Khazary, Sam	0.9	Travel to sales hearing in White Plains.
25	2/5/2019	Khazary, Sam	0.8	Travel from sales hearing in White Plains.
25	2/5/2019	Kaneb, Blair	1.3	Travel to White Plains for meeting with Akin and real estate team.
25	2/5/2019	Kaneb, Blair	1.2	Travel from White Plains for meeting with Akin and real estate team.
25	2/6/2019	Diaz, Matthew	1.3	Travel from sales hearing in White Plains.
25	2/6/2019	Khazary, Sam	1.1	Travel from sales hearing in White Plains.
25	2/6/2019	Khazary, Sam	0.8	Travel to sales hearing in White Plains.
25	2/6/2019	Kaneb, Blair	1.3	Travel to sales hearing in White Plains.
25	2/6/2019	Kaneb, Blair	1.2	Travel from sales hearing in White Plains.
25	2/7/2019	Greenspan, Ronald F	2.5	Travel home from sales hearing.
25	2/7/2019	Gotthardt, Gregory	7.1	Travel from NYC to LAX from sales hearing.
<b>25 Total</b>			<b>41.5</b>	
<b>Grand Total</b>			<b>607.1</b>	

**EXHIBIT D**

**SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538  
SUMMARY OF EXPENSES  
FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019**

<b>Expense Type</b>	<b>Amount</b>
Airfare	\$ 1,982.63
Lodging	3,271.76
Transportation	2,083.94
Working Meals <sup>1</sup>	1,454.75
Other	70.00
<b>Grand Total</b>	<b>\$ 8,863.08</b>

<sup>1</sup>Overtime meals over \$20.00 have been reduced to \$20.00.

## EXHIBIT E

## SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538

## EXPENSE DETAIL

## FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Date	Professional	Expense Type	Expense Detail	Amount
2/1/2019	Khazary, Sam	Airfare	Split Airfare - Economy, Sam Khazary, JFK - PHX, 02/01/2019 - 02/01/2019. Return flight from Ron Greenspan's deposition preparation and deposition with Akin.	268.30
2/4/2019	Gotthardt, Gregory	Airfare	Airfare - Economy, Gregory Gotthardt, LAX - JFK, 02/04/2019 - 02/07/2019. Flight to NY for sale hearings	429.10
2/4/2019	Greenspan, Ronald F	Airfare	Airfare - Economy, Ronald F Greenspan, SUN - JFK, 02/04/2019 - 02/07/2019. Travel to NYC for Sears deposition at sale hearing.	1,285.23
<b>Airfare Total</b>				<b>1,982.63</b>
1/27/2019	Khazary, Sam	Lodging	Lodging - Sam Khazary 01/27/2019 - 01/29/2019. Hotel while traveling for R. Greenspan's (FTI) Sears deposition preparation in Los Angeles.	367.76
1/29/2019	Greenspan, Ronald F	Lodging	Lodging - Ronald F Greenspan 01/29/2019 - 02/01/2019. Hotel in NYC while traveling for Sears deposition.	837.27
2/4/2019	Greenspan, Ronald F	Lodging	Lodging - Ronald F Greenspan 02/04/2019 - 02/07/2019. Hotel in Westchester, NY while traveling for Sears deposition.	1,155.46
2/8/2019	Gotthardt, Gregory	Lodging	Lodging - Gregory Gotthardt 02/04/2019 - 02/07/2019. Hotel while traveling to NYC for sales hearing.	911.27
<b>Lodging Total</b>				<b>3,271.76</b>
1/14/2019	Diaz, Matthew	Transportation	Taxi home after attending case meeting at Weil's offices.	13.56
1/15/2019	Tirabassi, Kathryn	Transportation	Taxi home after working late in the office on the case.	11.76
1/16/2019	Diaz, Matthew	Transportation	Taxi home after attending case meeting at Weil's offices.	12.36
1/16/2019	Tirabassi, Kathryn	Transportation	Taxi home after working late in the office on the case.	12.35
1/17/2019	Tirabassi, Kathryn	Transportation	Taxi home after working late in the office on the case.	12.35
1/18/2019	Diaz, Matthew	Transportation	Taxi from home to the hearing.	109.18
1/18/2019	Tirabassi, Kathryn	Transportation	Taxi home after working late in the office on the case.	13.56
1/22/2019	Tirabassi, Kathryn	Transportation	Taxi home after working late in the office on the case.	14.75
1/23/2019	Tirabassi, Kathryn	Transportation	Taxi home after working late in the office on the case.	11.76
1/24/2019	Tirabassi, Kathryn	Transportation	Taxi home after working late in the office on the case.	11.16
1/25/2019	Diaz, Matthew	Transportation	Taxi to the office after dinner to continue to work late on the case.	17.16
1/25/2019	Diaz, Matthew	Transportation	Taxi home after working late in the office on the case.	8.76
1/28/2019	Diaz, Matthew	Transportation	Taxi home after working late in the office on the case.	10.56
1/31/2019	Diaz, Matthew	Transportation	Taxi home after case meetings at Akin's offices.	9.96
2/1/2019	Diaz, Matthew	Transportation	Taxi home after working late in the office on the case.	20.76
2/1/2019	Eisler, Marshall	Transportation	Taxi home after working late in the office on the case.	25.27
2/1/2019	Greenspan, Ronald F	Transportation	Taxi to JFK from the NY office after traveling for deposition preparation meetings.	73.20
2/1/2019	Greenspan, Ronald F	Transportation	Taxi home from SUN airport after traveling for deposition preparation.	45.00
2/1/2019	Khan, Sharmeen	Transportation	Taxi home after working late in the office on the case.	9.68
2/4/2019	Diaz, Matthew	Transportation	Taxi from home to the hearing.	106.51
2/4/2019	Diaz, Matthew	Transportation	Taxi home after working late in the office on the case.	11.76

## EXHIBIT E

## SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538

## EXPENSE DETAIL

## FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Date	Professional	Expense Type	Expense Detail	Amount
2/4/2019	Gotthardt, Gregory	Transportation	Taxi from JFK to hotel while traveling in NYC for sales hearing.	73.26
2/4/2019	Kaneb, Blair	Transportation	Taxi from sales hearing to the office.	48.35
2/4/2019	Kaneb, Blair	Transportation	Train to sales hearing.	13.00
2/4/2019	Khan, Sharmeen	Transportation	Taxi home after working late in the office on the case.	12.98
2/4/2019	Khazary, Sam	Transportation	Taxi from home to the sales hearing.	95.08
2/5/2019	Eisler, Marshall	Transportation	Taxi home after working late in the office on the case.	28.27
2/5/2019	Greenspan, Ronald F	Transportation	Taxi from JFK to hotel while traveling for the sales hearing.	108.82
2/5/2019	Kaneb, Blair	Transportation	Taxi from home to White Plains to meet with the team.	53.98
2/5/2019	Kaneb, Blair	Transportation	Taxi from White Plains to home to meet with the team.	106.23
2/5/2019	Khan, Sharmeen	Transportation	Taxi home after working late in the office on the case.	11.88
2/5/2019	Khazary, Sam	Transportation	Taxi from home to hotel while traveling for sales hearing.	88.28
2/5/2019	Khazary, Sam	Transportation	Taxi from hotel to home while traveling for sales hearing.	65.45
2/6/2019	Diaz, Matthew	Transportation	Taxi from the sales hearing to home.	59.16
2/6/2019	Kaneb, Blair	Transportation	Taxi from home to sales hearing.	78.05
2/6/2019	Kaneb, Blair	Transportation	Taxi home after sales hearing.	97.33
2/6/2019	Khazary, Sam	Transportation	Taxi from home to the sales hearing.	92.30
2/6/2019	Khazary, Sam	Transportation	Taxi to hotel after sales hearing.	22.48
2/6/2019	Khazary, Sam	Transportation	Taxi home after sales hearing.	32.08
2/6/2019	Star, Samuel	Transportation	Taxi from home to the sales hearing.	74.76
2/7/2019	Gotthardt, Gregory	Transportation	Taxi from hotel to JFK while traveling in NYC for sales hearing.	73.26
2/7/2019	Gotthardt, Gregory	Transportation	Parking at LAX while traveling in NYC for sales hearing.	160.00
2/7/2019	Gotthardt, Gregory	Transportation	Mileage between home and LAX while traveling for sales hearing.	27.84
2/14/2019	Diaz, Matthew	Transportation	Taxi from home to sales hearing.	99.69
<b>Transportation Total</b>				<b>2,083.94</b>
12/10/2018	Kirchgraber, James	Working Meals	Dinner while working late in the office on the case.	20.00
12/10/2018	McCaskey, Morgan	Working Meals	Dinner while working late in the office on the case.	20.00
12/11/2018	Kirchgraber, James	Working Meals	Dinner while working late in the office on the case.	20.00
12/11/2018	McCaskey, Morgan	Working Meals	Dinner while working late in the office on the case.	20.00
12/12/2018	Kaneb, Blair	Working Meals	Dinner while working late in the office on the case.	20.00
12/12/2018	Kirchgraber, James	Working Meals	Dinner while working late in the office on the case.	20.00
12/12/2018	McCaskey, Morgan	Working Meals	Dinner while working late in the office on the case.	20.00
12/12/2018	Tirabassi, Kathryn	Working Meals	Dinner while working late in the office on the case.	20.00
12/13/2018	Kaneb, Blair	Working Meals	Working lunch for FTI team (13 participants).	260.00
12/13/2018	Kim, Ye Darm	Working Meals	Dinner while working late in the office on the case.	20.00
12/13/2018	Kirchgraber, James	Working Meals	Dinner while working late in the office on the case.	20.00
12/13/2018	McCaskey, Morgan	Working Meals	Dinner while working late in the office on the case.	20.00
12/13/2018	Park, Ji Yon	Working Meals	Dinner while working late in the office on the case.	20.00
12/13/2018	Tirabassi, Kathryn	Working Meals	Dinner while working late in the office on the case.	20.00
12/14/2018	Eisler, Marshall	Working Meals	Dinner while working late in the office on the case.	20.00
12/14/2018	Kaneb, Blair	Working Meals	Dinner while working late in the office on the case.	20.00
12/14/2018	Kim, Ye Darm	Working Meals	Dinner while working late in the office on the case.	20.00

## EXHIBIT E

## SEARS HOLDINGS CORPORATION, et al. - CASE NO. 18-23538

## EXPENSE DETAIL

## FOR THE PERIOD FEBRUARY 1, 2019 TO FEBRUARY 28, 2019

Date	Professional	Expense Type	Expense Detail	Amount
12/14/2018	Kirchgraber, James	Working Meals	Dinner while working late in the office on the case.	20.00
12/14/2018	Maloney, Caelum	Working Meals	Dinner while working late in the office on the case.	20.00
12/14/2018	McCaskey, Morgan	Working Meals	Dinner while working late in the office on the case.	20.00
12/14/2018	Park, Ji Yon	Working Meals	Dinner while working late in the office on the case.	20.00
12/14/2018	Tirabassi, Kathryn	Working Meals	Dinner while working late in the office on the case.	20.00
12/16/2018	Eisler, Marshall	Working Meals	Dinner while working late in the office on the case.	20.00
12/16/2018	Tirabassi, Kathryn	Working Meals	Dinner while working late in the office on the case.	20.00
1/10/2019	Kaneb, Blair	Working Meals	Dinner while working late in the office on the case.	20.00
1/10/2019	Kim, Ye Darm	Working Meals	Dinner while working late in the office on the case.	20.00
1/10/2019	McCaskey, Morgan	Working Meals	Dinner while working late in the office on the case.	20.00
1/11/2019	Kaneb, Blair	Working Meals	Dinner while working late in the office on the case.	20.00
1/11/2019	Kim, Ye Darm	Working Meals	Dinner while working late in the office on the case.	20.00
1/11/2019	McCaskey, Morgan	Working Meals	Dinner while working late in the office on the case.	20.00
1/13/2019	Kaneb, Blair	Working Meals	Dinner while working late in the office on the case.	20.00
1/13/2019	Khazary, Sam	Working Meals	Dinner while working late in the office on the case.	20.00
1/16/2019	Diaz, Matthew	Working Meals	Dinner while working late in the office on the case.	18.87
2/1/2019	Greenspan, Ronald F	Working Meals	Dinner while traveling in NY for Sears deposition.	143.30
2/4/2019	Diaz, Matthew	Working Meals	Lunch while attending sales hearing in White Plains (3 participants).	35.52
2/4/2019	Kirchgraber, James	Working Meals	Dinner while working late in the office on the case.	17.51
2/5/2019	Gotthardt, Gregory	Working Meals	Breakfast while traveling in NYC for sales hearing.	9.00
2/5/2019	Greenspan, Ronald F	Working Meals	Lunch while attending sales hearing in White Plains (6 participants).	162.00
2/6/2019	Gotthardt, Gregory	Working Meals	Breakfast while traveling in NYC for sales hearing.	8.00
2/6/2019	Star, Samuel	Working Meals	Dinner after attending hearing in White Plains (2 participants).	100.00
2/6/2019	Star, Samuel	Working Meals	Lunch while attending sales hearing in White Plains (3 participants).	46.33
2/7/2019	Gotthardt, Gregory	Working Meals	Breakfast while traveling in NYC for sales hearing.	7.00
2/7/2019	Gotthardt, Gregory	Working Meals	Dinner while traveling in NYC for sales hearing.	27.22
<b>Working Meals Total</b>				<b>1,454.75</b>
1/29/2019	Greenspan, Ronald F	Other	WiFi while traveling for Sears deposition to be able to continue to work on case matters.	19.00
2/1/2019	Greenspan, Ronald F	Other	WiFi while traveling for Sears deposition to be able to continue to work on case matters.	19.00
2/3/2019	Gotthardt, Gregory	Other	WiFi while traveling for sales hearing to be able to continue to work on case matters.	32.00
<b>Other Total</b>				<b>70.00</b>
<b>Grand Total</b>				<b>8,863.08</b>

<sup>1</sup>Overtime meals over \$20.00 have been reduced to \$20.00.